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Doc. # 4994 + 4995
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MEMORANDUM

January 14, 1988

TO: BOSTON REDEVELOPMENT AUTHORITY AND
STEPHEN COYLE, DIRECTOR

FROM: WILLIAM D. WHITNEY, ACTING ASSISTANT DIRECTOR FOR
URBAN DESIGN AND DEVELOPMENT
VICTOR KAREN, SENIOR ARCHITECT

SUBJECT: 116 HUNTINGTON AVENUE IN THE BACK BAY
(PARCEL I, FENWAY URBAN RENEWAL AREA); APPROVAL OF
DEVELOPMENT IMPACT PROJECT PLAN, HOUSING CREATION
PLAN, DEVELOPMENT IMPACT PROJECT AGREEMENT AND
HOUSING CREATION OPTION AGREEMENT; AUTHORIZATION
TO PETITION ZONING COMMISSION TO ADOPT "U" OVERLAY
SUBDISTRICT; AUTHORIZATION TO EXECUTE LAND
DISPOSITION AGREEMENT, CONSTRUCTION IMPACTS
MITIGATION AGREEMENT, GROUNDWATER MONITORING
AGREEMENT AND TRANSPORTATION ACCESS PLAN
AGREEMENT; AUTHORIZATION FOR MINOR SIDEWALK LAND
TAKINGS; AUTHORIZATION FOR DIRECTOR TO APPROVE
ZONING EXCEPTIONS NECESSARY FOR CONSTRUCTION OF
THE PROJECT; AUTHORIZATION FOR MINOR MODIFICATION
OF THE FENWAY URBAN RENEWAL PLAN; AND FINAL
DEVELOPER DESIGNATION

EXECUTIVE SUMMARY: This memorandum requests the Authority grant several approvals for a new 14-story office building with accessory retail and parking uses to be located at 116 Huntington Avenue and constructed by Urban Investment and Development Company ("Urban"). Urban seeks Final Designation and conveyance of Parcel A-1 on Huntington Avenue, Development Impact Project Plan approval, Housing Creation Plan approval, Urban Renewal Plan amendments, U district designation, and authorization for the Director to execute a DIP Agreement, a Construction Impacts Mitigation Agreement, Groundwater Monitoring Agreement, and Transportation Access Plan Agreement. Urban has received approval of a Final Environmental Impact Report from the Executive Office of Environmental Affairs and, after extensive community review, received support for the project from the St. Botolph's Citizen's Committee, Inc.

1. Project History. Urban proposes to construct a 14-story office building with accessory retail and parking at 116 Huntington Avenue (Parcel I in the Fenway Urban Renewal Area), bounded by Huntington Avenue, Garrison Street, Public Alley No. 401 and Harcourt Street (the "Project"). The Project site, which is currently used for surface parking, is shown on

the Area Map attached as Exhibit A and in the photograph attached as Exhibit B. This site contains approximately 21,000 square feet, the majority of which is owned by the Massachusetts Turnpike Authority and leased to Urban as part of the existing Copley Place air rights lease.

On December 19, 1985, Urban was awarded tentative developer designation by the Authority for the construction of an office building on Parcel 1 not exceeding 300,000 square feet in area nor 250 feet in height. Over the past two years, Urban has met extensively with abutters and with representatives of neighborhood, preservation and other special interest groups, as set forth in the Chronology attached as Exhibit E, to present design concepts and to respond to comments and concerns. Special consideration has been given to the concerns identified by the St. Botolph Citizen's Committee, Inc. ("SBCC"), which were the subject of numerous meetings between the SBCC and Urban.

In response to these concerns, Urban has reduced the height of the building from 31 stories to 23 stories to 21 stories to 18 stories to 16 stories and finally to 14 stories, which represents a reduction from 351 feet to approximately 176 feet. In connection with these reductions, Urban has completely redesigned the building at 21 stories, 18 stories and 16 stories, and at 14 stories. In response to neighborhood concerns, Urban has also reduced the size of the underground garage from 3 levels (93 spaces) to 2 levels (55-61 spaces) which represents but a modest increase from the 48 parking spaces currently located on the site, has eliminated a pedestrian bridge over Harcourt Street connecting the Project to Copley Place, has upgraded the arcade and has agreed to provide community-oriented retail space on the ground floor. In addition, Urban has proposed to commit 15 parking spaces in the Project's underground garage for use by residents of the St. Botolph neighborhood during evening and weekend hours, at a rate of \$70 per month. Urban has also given special consideration wherever possible to the neighborhood's concerns.

A Draft EIR was filed for the Project in November, 1986, which considered the impacts of a 16-story building and a 12-story alternative. Following extensive comments from government agencies, citizens advocacy groups, neighborhood organizations and individuals, the Secretary of Environmental Affairs certified the Project's Draft EIR in January, 1987. After further meetings with various neighborhood groups and public agencies, and further study and refinement of the Project design, a Final EIR was submitted in March, 1987. On May 4, 1987, the Secretary of Environmental Affairs approved the Final EIR. A copy of this certificate is attached as Exhibit O. A summary of the EIR's findings is attached as Exhibit P. The building currently being proposed is 14 stories, 2 stories less than the 16-story building addressed in the Final EIR approved in May.

2. Project Description. As a result of recent discussions with the SBCC, leading to a compromise 14-story building program, Urban's architect, Childs, Bertman, Tseckares and Casendino, has recently redesigned the building. A rendering showing this new design concept is attached as Exhibit C. The Project as redesigned will include approximately 252,700 feet of gross floor area above grade at an FAR of approximately 11.7, and will also contain two levels of underground accessory parking for approximately 55 to 61 automobiles. The garage entrance will be on Garrison

Street, while the service entrance will be on Harcourt Street. The ground floor of the building will be used as retail space and the upper floors of the building will be used as commercial office space. The building's main entrance will be on Huntington Avenue.

This building will fill a gap in the Huntington Avenue development corridor which includes the towers of the Christian Science Center, the Prudential Center, the Marriott and Westin Hotels, and the Hancock Building. At approximately 176 feet, the Project will be a transitional structure standing adjacent to the 385 foot Marriott Hotel, the 85 foot Garrison Hall and the 110 foot Colonnade Hotel. Directly across the street is the 300 foot "mini-Pru" at 101 Huntington Avenue. In addition to being sensitive to its urban context, the proposed Project will enhance the visual quality of the area by eliminating a vacant parcel currently used as a parking lot, and by helping to create a cohesive streetscape along a principal pedestrian and vehicular corridor.

Urban intends to begin construction in March, 1988 with initial occupancy of the building scheduled for the first quarter of 1990. Approximately 350-400 construction jobs will be created by the Project.

3. Tent City Contribution. Pursuant to the terms of the Memorandum of Understanding dated December 31, 1985 between Urban and the Authority and to a ground lease between the Authority and Urban dated as of March 7, 1986 (the "BRA-Urban Ground Lease"), Urban: (a) has donated twelve parcels of land totalling approximately 76,000 square feet to the Authority on the Tent City site, (b) has constructed a two-level 698 car below-ground garage and has dedicated 129 spaces for exclusive use by residents of the low and moderate income housing to be built on the Tent City site, (c) has constructed the necessary foundations to support such housing, and (d) has agreed to operate and maintain the housing portion of the garage for 30 years. These contributions have been valued at over \$11 million. But for these contributions, the Tent City housing development, which will include more than 200 low- and moderate-income apartments on South End Urban Renewal Parcel 11, would not have been possible. These housing units are nearing completion, and initial units of affordable housing are scheduled for occupancy in early 1988. A photograph of this project is attached as Exhibit H.

4. Linkage Contributions. The Housing Creation Plan was submitted to the Authority and reviewed by the Neighborhood Housing Trust in August prior to the final redesign of the 116 Huntington project. The Neighborhood Housing Trust voted at that time to recommend to the Authority that it approve the Housing Creation Plan. The Plan proposes to satisfy Urban's linkage obligation for 116 Huntington Avenue under Article 26A by applying to it amounts in excess of \$10 million contributed by Urban to the Tent City Project as contemplated in the Memorandum of Understanding among Urban, Tent City Corporation and the Authority. Urban's obligations under Article 26A are estimated at \$763,500, a lesser amount than would have been owed for the previous design at 16 stories. Its contributions to the Tent City project exceed \$11 million. Thus, approval of the Housing Creation Plan will result in a complete discharge of Urban's housing linkage obligations.

Urban's Jobs Creation obligation under Article 26B is approximately \$152,700. These funds shall be paid to the Neighborhood Jobs Trust or expended in a manner agreeable to the Neighborhood Jobs Trust and the Mayor's Office of Jobs and Community Services.

5. Project Approvals. On May 8, 1987, Urban submitted an application to the Boston Air Pollution Control Commission ("BAPCC") for a parking freeze/exemption for the building's underground parking garage which was at that time planned to contain 93 spaces on three levels. This garage has since been reduced to two levels, containing between 55 and 61 spaces. Urban proposes to use all of these spaces for tenant parking during normal business hours, with 15 of these spaces to be dedicated for use by residents of the St. Botolph Street neighborhood for a monthly fee during non-business hours. The BAPCC held a public hearing on this application on July 13, 1987. Urban expects to appear before the BAPCC to present its revised proposal following BRA Board approval of the Project.

The Project is exempt from the requirements of Articles 27D, 30, 31 and 32 by virtue of having submitted an application for DIP approval prior to the publication of the first notice of hearing for adoption of these articles.

6. Urban Renewal Overlay Subdistrict. The Authority is requested to authorize the Director to petition the Zoning Commission for a change in zoning of Parcel 1 from a B-2 District to a B-2U District. The requested zoning change would accomplish two planning objectives. First, it would cause the Project to be subject to the Boston Zoning Code, thus providing for a greater level of public control over any subsequent development. Second, it would facilitate development of Parcel 1 along the lines indicated by the Tentative Developer Designation and the Memorandum of Understanding. It is further requested that the Authority authorize the Director to recommend approval of Urban's petition for zoning exceptions.

7. Downtown Interim Planning Overlay District. Though the Parcel 1 development is legally exempted from the controls of the recently adopted Downtown IPOD, it is important to note that at a height of 176', the development is in substantial compliance with the 125'-155' standard established by the IPOD for the Subarea K in which the parcel is located. The Downtown IPOD's Special Study Area process envisions that permanent zoning will evolve from extensive community review and participation, and that in select cases the permanent zoning which is proposed may differ from the IPOD's height standards.

The Parcel 1 site has received extensive community review with the St. Botolph Citizen Committee and the Boston Society of Architects' Focus Team, among others. The Focus Team has concluded that of all sites along the south side of Huntington Avenue, this particular site could accommodate additional height and in all likelihood the Special Study Area process would result in permanent zoning with a greater height than the IPOD standard, and that the 176' height provides an appropriate transition from the Marriott Hotel tower to the Colonnade and the St. Botolph Street area.

The remainder of the south side of Huntington Avenue should, however, comport with the height standard of 125'-155' contained in the Downtown IPOD for this Subarea K.

8. Land Disposition Agreement. To assure that the Project is completed in conformity with the Urban Renewal Plan, as it may be modified or amended, it is proposed that a Land Disposition Agreement be executed to control the development of the site. The Land Disposition Agreement includes the specific provision that Urban acknowledges that the Authority's entire obligation under the Memorandum of Understanding dated December 31, 1985 will have been fully satisfied once permits are secured for the Project.

9. Construction Impacts Mitigation and Groundwater Monitoring Agreement. To assure that the Project is constructed in a manner which benefits the City and the adjoining St. Botolph neighborhood, it is proposed that a Construction Impacts Mitigation Agreement and a Groundwater Monitoring Agreement be entered into with Urban.

10. Transportation Access Plan. The Authority is requested to authorize the Director to enter into a Transportation Access Plan Agreement with Urban for the Project.

11. Minor Land Takings. Minor land takings are required for the construction of the Project as proposed, including surface, sub-surface and above-grade takings on portions of Garrison and Harcourt Streets and Huntington Avenue. These are shown on the sketch plan attached as Exhibit K.

12. Minor Modifications to Fenway Urban Renewal Plan. To assure that the requirements of the Fenway Urban Renewal Plan are made current for Parcel 1, minor modifications are contemplated to the Plan. Section 1201 of Chapter 12 of said Plan provides that the Plan may be modified provided that the proposed modifications do not substantially or materially alter or change the plan. The change contemplated would clarify the commercial use (office/retail) proposed for the Project and would provide for flexibility in the maximum allowed floor area ratio, to conform with final design plans to be approved by the Authority.

13. Final Developer Designation. Urban was awarded tentative developer designation by the Authority on December 19, 1985. It is now proposed to award final developer designation to Urban to develop the property in accordance with the Development Impact Project Plan and the Land Disposition Agreement between the Authority and Urban.

14. Support. Letters of support for the Project are attached as Exhibit Q.

We therefore recommend that the Authority: approve the attached Development Impact Project Plan and Housing Creation Plan and authorize the Director to execute the Development Impact Project Agreement as requested by Urban; authorize the Director to petition the Zoning Commission to adopt a "U" Overlay Subdistrict Application for Parcel 1, and approve a petition from Urban for the zoning exceptions which will be needed for the Project from the Board of Appeal; authorize minor modifications to the Fenway Urban Renewal Plan; authorize the execution of a Land Disposition Agreement, Construction Impacts Mitigation Agreement, Groundwater Monitoring Agreement and Transportation Access Plan Agreement for Parcel 1; authorize minor sidewalk land takings necessary for construction of the

Project; grant Urban final developer designation; and authorize the Director to take all other actions necessary or appropriate for the development of the Project.

Appropriate votes and resolutions follow:

VOTED: That in connection with the Development Impact Project Plan for 116 Huntington Avenue in the Back Bay area of Boston, presented at a public hearing duly held at the offices of the Authority on January 14, 1988, and after consideration of the evidence presented at that hearing, the Boston Redevelopment Authority finds that said Plan: (1) conforms to the general plan for the City of Boston as a whole; (2) contains nothing that will be injurious to the neighborhood or otherwise detrimental to the public welfare; and (3) does adequately and sufficiently satisfy all other criteria and specifications for a Development Impact Project Plan as set forth in Articles 26, 26A and 26B of the Boston Zoning Code as amended; and further

VOTED: That pursuant to the provisions of Articles 26, 26A and 26B of the Boston Zoning Code as amended, the Boston Redevelopment Authority hereby approves the Development Impact Project Plan for 116 Huntington Avenue. Said Development Plan is embodied in a written document entitled "Development Impact Project Plan, 116 Huntington Avenue, Boston, Massachusetts", dated January 14, 1988; said document shall be on file in the office of the Assistant Director of Zoning of the Authority; and further

VOTED: That the Authority hereby authorizes the Director to execute, in the name and on behalf of the Authority, a Development Impact Project Agreement with Urban Investment and Development Co. ("Urban"), the developer of 116 Huntington Avenue, substantially in accord as attached hereto, and to certify in the name of the Authority that plans submitted to the Inspectional Services Commissioner in connection with said project are in conformity with said Development Impact Project Plan, and that Urban has entered into an Agreement with the Authority in accordance with Articles 26, 26A and 26B of the Boston Zoning Code; and further

VOTED: That the Authority hereby approves the Housing Creation Plan submitted for 116 Huntington Avenue, presented at a public hearing duly held at the offices of the Authority January 14, 1988; and further

VOTED: That the Boston Redevelopment Authority authorizes the Director to execute, in the name and on behalf of the Authority, a Land Disposition Agreement with Urban Investment and Development Co., substantially in accord as attached hereto, which Agreement as provided by Section 3-1A of the Boston Zoning Code, as amended, shall establish use and dimensional controls as specified in the Urban Renewal

Plan of the Fenway Urban Renewal Area, Project Number Mass. R-115, as amended, said Land Disposition Agreement to include the specific provision that the redeveloper acknowledges that once all conditions precedent to securing permits for the Project are obtained from the City, the Authority's entire obligation under the Memorandum of Understanding dated December 31, 1985 will have been fully satisfied; and further

VOTED: That the Boston Redevelopment Authority hereby authorizes the Director to petition the Zoning Commission of the City of Boston for an amendment to "Map 1 - Boston Proper" of the series of maps entitled "Zoning Districts - City of Boston" to add to the present B-2 zoning designation of the land shown on the attached map the suffix "U" indicating an Urban Renewal Area subdistrict. This designation will facilitate the development of a 14-story office building containing ground floor retail space and underground parking by Urban, consistent with a tentative developer designation of Urban by the Authority, with a Memorandum of Understanding among the Authority, Urban and the Tent City Corporation, and a Land Disposition Agreement between the Authority and Urban; and further

VOTED: That the Authority hereby authorizes the Director to recommend approval of a petition to be brought by Urban for exceptions from the Boston Zoning Code necessary for the construction of the Project; and further

VOTED: That the Authority hereby affirms the 125'-155' height standard specified in Subarea K of the recently adopted Downtown Interim Planning Overlay District as controls over the height of prospective development on the south side of Huntington Avenue adjacent to the St. Botolph Street neighborhood, and that the height of the 14-story building on Parcel 1 should not therefore be considered as a precedent for such prospective development on other sites; and further

VOTED: That the Authority authorizes the Director to enter into a Construction Impacts Mitigation Agreement and a Groundwater Monitoring Agreement, which Agreements are substantially in accord as attached hereto; and further

VOTED: That the Authority hereby adopts a confirmatory order of taking, acquiring the various above and below-grade areas necessary for the construction of the Project; and further

VOTED: That the Authority authorizes the Director to enter into a Transportation Access Plan Agreement for the Project, substantially in accord as attached hereto; and further

VOTED: That the Authority authorizes the Director to execute a Boston Residents Construction Employee Plan in the Authority's standard form; and further

VOTED: That the Authority hereby adopts the attached resolution re: Modifications to the Urban Renewal Plan of the Fenway Urban Renewal Area, Project Number Mass. R-115 and Authorization to Proclaim by Certificate these Minor Modifications; and further

VOTED: That the Authority hereby adopts the attached resolution granting final designation to Urban Investment and Development Co. as the developer of Parcel 1 in the Fenway Urban Renewal Area in accordance with the terms of the tentative developer designation granted to Urban by the Authority on December 19, 1985.

RESOLUTION OF THE BOSTON REDEVELOPMENT AUTHORITY
RE: MODIFICATIONS TO THE URBAN RENEWAL PLAN OF THE FENWAY
URBAN RENEWAL AREA, PROJECT NO. MASS. R-115, AND
AUTHORIZATION TO PROCLAIM BY CERTIFICATE THESE MINOR
MODIFICATIONS

WHEREAS, the Urban Renewal Plan for the Fenway Urban Renewal Area (the "Plan") was adopted by the Boston Redevelopment Authority (the "Authority") on November 24, 1965, was approved by the City Council of the City of Boston on December 20, 1965, and has been recorded with the Suffolk Deeds in Book 8327 at Page 660; and

WHEREAS, said Plan has been amended by vote of the Authority on December 12, 1968 (Document No. 1223); December 2, 1970 (Document No. 1795); and September 6, 1979 (Document No. 3846); and

WHEREAS, Section 1201 of Chapter 12 of said Plan, entitled "Modifications", provides that the Plan may be modified at any time by the Authority without further approval provided that the proposed modifications do not substantially or materially alter or change the Plan; and

WHEREAS, it is the opinion of the Authority that the minor modifications set forth below with respect to Parcel 1 of the Fenway Urban Renewal Area are consistent with the objectives of the Plan; and

WHEREAS, it is the further opinion of the Authority that the proposed amendments to the Plan set forth below do not substantially or materially alter or change the Plan, and may therefore be adopted within the discretion of the Authority pursuant to Section 1201 of the Plan; and

WHEREAS, it is the further opinion of the Authority that, since the Plan has received no funding from the Commonwealth of Massachusetts, no review or approval of such modifications by the Massachusetts Department of Community Affairs is required; and

WHEREAS, the proposed amendments to the Plan set forth below are necessary to effectuate the redevelopment of Parcel 1.

NOW, THEREFORE, be it resolved by the Boston Redevelopment Authority:

That, pursuant to Section 1201 of the Plan, it be and hereby is amended as follows:

1. Chapter VI, "Land Use and Building Requirements", Section 602, Table B is hereby amended by changing the "Permitted Land Use" for Disposition Parcel No. 1" from "Residential; Commercial on Lower Floors" to "Commercial."
2. Table B referenced above is hereby further amended by changing the "Maximum Floor Area Ratio" for "Disposition Parcel No. 1" from "5.5" to "11.7."

3. Table B referenced above is hereby further amended by changing the "Planning and Design Requirements" applicable to "Disposition Parcel No. 1" from "A B C J" to "B G";

That the modifications set forth above are found to be minor modifications which do not substantially or materially alter or change the Plan;

That all other provisions of said Plan not inconsistent herewith be and are continuing in full force and effect;

That it is hereby found and determined that the proposed development will not result in significant damage to or impairment of the environment and further, that all practical and feasible means and measures have been taken and are being utilized to avoid or minimize damage to the environment; and

That the Director be, and hereby is, authorized to proclaim by certificate these minor modifications of the Plan, all in accordance with the provisions of the Urban Renewal Handbook, RHM7207.1, Circular dated June 3, 1970.